

P96000051262

1201 HAYS STREET
MIAMI, FL 33136
904-291-7100
904-291-7101 FAX



PRESTICE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. 072100000032
OFFICER OF THE STATE

REFERENCE : 986875 7107136

AUTHORIZATION : *Patricia Pizzuti*

COST LIMIT : \$ 122.50

ORDER DATE : June 13, 1996

ORDER TIME : 4:36 PM

ORDER NO. : 986875

700001861957

CUSTOMER NO: 7107136

CUSTOMER: Stephen J. Batten,, Esq
STEPHEN J. BATTEN, ESQ

1036 Euclid Avenue

Miami Beach, FL 33139

DOMESTIC FILING

NAME: SPORT PALACE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

*502-672
W96-12735*

*g
6/17/96*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 14 AM 9:44



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
CORPORATION DIVISION
96 JUN 14 11 59:44

June 14, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: SPORT PALACE, INC.
Ref. Number: W96000012735

RESUBMIT

Please give original
submission date as file date.

We have received your document for SPORT PALACE, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 996A00029693

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 14 AM 9:44

ARTICLES OF INCORPORATION
OF
SPORT MART, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SPORT MART, INC.

The address of the principal office of this corporation shall be 1036 Euclid Avenue, Miami Beach, Florida 33139, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Dieter Goessel Pres.	1036 Euclid Avenue Miami Beach, Florida 33139
Karina Goessel V. Pres.	Same
Allen T. Rubco Sec./Treas.	Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

IN WITNESS WHEREOF, the undersigned agent of 96 JUN 14 11 9:44
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on June 13, 1996.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

GLS/kbr